

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF MASSACHUSETTS**

SCANSOFT, INC.,

Plaintiff,

V.

VOICE SIGNAL TECHNOLOGIES, INC.,
LAURENCE S. GILICK, ROBERT S.
ROTH, JONATHAN P. YAMRON, and
MANFRED G. GRABHERR,

Defendants.

Civil Action No. 04-10353 PBS

MOTION TO ADMIT COUNSEL *PRO HAC VICE* FOR SCANSOFT, INC.

I, Lisa M. Fleming, a member of the bar of this Court, move pursuant to Local Rule 83.5.3 for the admission of Matthew D. Powers, partner of the firm of WEIL, GOTSHAL & MANGES LLP, 201 Redwood Shores Parkway, Redwood Shores, California 94065, as counsel for Plaintiff ScanSoft, Inc. in this action, *pro hac vice*.

As stated in the accompanying Declaration (attached hereto as Exhibit A), Mr. Powers is admitted to practice in the following Federal Courts: US Supreme Court; Federal Circuit; Second Circuit; Fifth Circuit; Seventh Circuit; Ninth Circuit; Northern, Eastern, Central and Southern Districts of California; Southern District of Texas; Northern District of Indiana; and, the District of Arizona. He is in good standing in every jurisdiction in which he has been admitted to practice, has no disciplinary proceedings pending against him, and is familiar with the Local Rules of the United States District Court for the District of Massachusetts.

Lee Carl Bromberg, Lisa M. Fleming, Erik Paul Belt, Rebecca L. Hanovice, Courtney Quish, and M. Brad Lawrence, members in good standing of the bar of this Court, have entered appearances in this action and will act as co-counsel for the plaintiff.

Nuance seeks no delay in the proceedings of the case as a result of Mr. Powers' appearance as co-counsel.

CERTIFICATE PURSUANT TO CIVIL LOCAL RULE 7.1

I certify that on May 22, 2006, counsel for ScanSoft attempted to contact VST counsel by telephone and electronic mail but could not reach them.

Dated: May 22, 2006

SCANSOFT, INC.,
By its attorneys,

/s/ Lisa M. Fleming
Lee Carl Bromberg, BBO # 058480
Lisa M. Fleming, BBO # 546148
Erik Paul Belt, BBO # 558620
Rebecca L. Hanovice, BBO #660366
Courtney Quish, BBO # 662288
M. Brad Lawrence, BBO # 641400
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CERTIFICATE OF SERVICE

I hereby certify that this document filed through the ECF system will be sent electronically to the registered participants as identified on the Notice of Electronic Filing (NEF) and paper copies will be sent to those indicated as non-registered participants on May 22, 2006.

/s/ Lisa M. Fleming